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OFFICE OF INTERNATIONAL CORPORATE FINANCE

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Exemption No : 82-35009

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SUPPL

16th October 2006

Mr. Paul M. Dudek
Securities and Exchange Commission
Division of Corporation Finance
Office of International Corporate Finance
100 F Street, NE
Washington, DC 20549
USA

Dear Sirs,

Sub: Issue of Foreign Currency Convertible Bonds (FCCBs)

This has reference to our letters dated 10<sup>th</sup> May, 2006 and 30<sup>th</sup> June, 2006 informing you of the Company's decision to make an international offering of Foreign Currency Convertible Bonds (FCCBs) upto an aggregate amount of US\$ 300 million.

We wish to further inform you that the Company has today issued the said FCCBs aggregating USD 300 million. The FCCBs, which carry a coupon of 4.928% have a maturity period of 5 years and 1 day and are not listed.

The FCCBs, if fully converted into equity shares, will result in increasing the capital of the Company from 1,34,31,30,422 equity shares of Rs. 5 each to 1,86,94,57,345 equity shares.

Barclays Capital was the Sole Manager and Bookrunner for the transaction.

Kindly inform the members accordingly.

Yours faithfully
For Reliance Natural Resources Limited

Ashish S Karyekar

Dy. Company Secretary



**PROCESSED** 

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